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UNITED STATES FORM D OMB APPROVAL SECURITIES AND EXCHANGE COMMISSION OMB Number: 3235-0076 Washington, D.C. 20549 Expires: May 31, 2005 Estimated average burden FORM D hours per response. 16.00 **VOTICE OF SALE OF SECURITIES** SEC USE ONLY Serial PURSUANT TO REGULATION D. 158 SECTION 4(6), AND/OR DATE RECEIVED UNIFORM LIMITED OFFERING EXEMPTION Name of Offering (check if this is an amendment and name has changed, and indicate change.) Tenant in Common Interest in DBSI Phoenix Peak LLC Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6) ULOE Type of Filing: ✓ New Filing ☐ Amendment A. BASIC IDENTIFICATION DATA Enter the information requested about the issuer 04037060 Name of Issuer (check if this is an amendment and name has changed, and indicate change.) DBSI Phoenix Peak LLC Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) 1550 S. Tech Lane, Meridian, Idaho 83642 208-955-9800 Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) (if different from Executive Offices) Brief Description of Business enant in Common Real Estate Type of Business Organization other (please specify): corporation limited partnership, already formed JUL 13 2004 business trust limited partnership, to be formed Limited Liability Company Year Actual or Estimated Date of Incorporation or Organization: 0 6 0 4 ✓ Actual ☐ Estimated Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: CN for Canada; FN for other foreign jurisdiction) **GENERAL INSTRUCTIONS** Federal: Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

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Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

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Each executive off	ficer and director o	f corporate issuers and o	f corporate general and t	nanaging partners of	partnership	issuers; and
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C: OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.	Aggregate	Amount Aiready
	Type of Security	Offering Price	Sold
	Debt	\$ 7,500,0	0.0
	Equity		
	Common Preferred		
	Convertible Securities (including warrants)	\$	\$
	Partnership Interests		
	Other (Specify Tenant in Common Real Estate Fee Equity		
	Total		
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		Aggraphia
		Number Investors	Aggregate Dollar Amount of Purchases
	Accredited Investors		
	Non-accredited Investors		
	Total (for filings under Rule 504 only)		\$
	Answer also in Appendix, Column 4, if filing under ULOE.		
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.		
	Type of Offering	Type of Security	Dollar Amount Sold
	Rule 505		\$
	Regulation A		\$
	Rule 504		\$
	Total		S
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		\$
	Printing and Engraving Costs		_{\$_} 3,000
	Legal Fees		\$ 10,000
·	Accounting Fees		\$
	Engineering Fees		\$
	Sales Commissions (specify finders' fees separately)		\$ 563,771
	Other Expenses (identify)		\$
	Total		_{\$} 576,771

COFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

5. Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes show. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4.b above. Payments to Officers, Directors, & Affiliates Salaries and fees			Tering price given in response to Part C — Question 1 — Question 4.a. This difference is the "adjusted gross		
each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4.b above. Payments to Officers, Directors, & Affiliates Officers, Directors, & Affiliates Salaries and fees					s 13,970,371
Saiaries and fees	5.	each of the purposes shown. If the amount for check the box to the left of the estimate. The total	any purpose is not known, furnish an estimate and lofthe payments listed must equal the adjusted gross	i	
Salaries and fees Salaries and feet and fees Salaries				Payments to	
Salaries and fees			•		_
Purchase of real estate				Affiliates	Others
Purchase, rental or leasing and installation of machinery and equipment		Salaries and fees		\$ 1,406,600	 ▼ \$ 563,771
and equipment		Purchase of real estate		\$	√ \$ 12,000,000
Construction or leasing of plant buildings and facilities					
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger) Repayment of indebtedness Working capital Other (specify): S Column Totals Column Totals Total Payments Listed (column totals added) DEFEDERAL SIGNATURE The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) DBSI Phoenix Peak LLC Name of Signer (Print or Type) Title of Signet (Print or Type)					
offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger) Repayment of indebtedness Working capital Other (specify): S Column Totals Column Totals Total Payments Listed (column totals added) DEFEDERAL SIGNATURE The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) DBSI Phoenix Peak LLC Takle of Signer (Print or Type) Date Takle of Signer (Print or Type)		Construction or leasing of plant buildings and	facilities	s	_ 🗆 \$
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Other (specify): S S Column Totals Column Totals Total Payments Listed (column totals added) Defender Listed (column totals added) The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Date This of Signer (Print or Type) This of Signer (Print or Type)					
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Total Payments Listed (column totals added) DEFEDERAL SIGNATURE The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Date Tyle of Signature Tyle of Signer (Print or Type)				\$	_ 🗆 \$
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The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Date This of Signer (Print or Type) This of Signer (Print or Type)		Total Payments Listed (column totals added)			
The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Date This of Signer (Print or Type) This of Signer (Print or Type)			derederal signature		
signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Date 7/2/0 9 Name of Signer (Print or Type) Title of Signer (Print or Type)					
DBSI Phoenix Peak LLC Name of Signer (Print or Type) This of Signer (Print or Type)	sig	nature constitutes an undertaking by the issuer to	furnish to the U.S. Securities and Exchange Commi	ission, upon writt	
Name of Signer (Print or Type) Title of Signer (Print or Type)	Iss	uer (Print or Type)	Signature	Date	
	D	BSI Phoenix Peak LLC		7/2/04	
Don Steeves Vice President	Na	ne of Signer (Print or Type)	Trile of Signer (Print or Type)		
	E	on Steeves	Vice President		

---- ATTENTION ----

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

		E STATE SIGNATURE		
1.	Is any party described in 17 CFR 230.262 pre provisions of such rule?	sently subject to any of the disqualification	Yes	No
	See A	Appendix, Column 5, for state response.		
2.	The undersigned issuer hereby undertakes to fu D (17 CFR 239.500) at such times as required	rnish to any state administrator of any state in which this notice is \mathbf{f} by state law.	iled a no	tice on Form
3.	The undersigned issuer hereby undertakes to issuer to offerees.	furnish to the state administrators, upon written request, informat	ion furn	ished by the
4.	<u> </u>	nuer is familiar with the conditions that must be satisfied to be entaged in which this notice is filed and understands that the issuer claiming that these conditions have been satisfied.		
	er has read this notification and knows the content horized person.	nts to be true and has duly caused this notice to be signed on its beha	lf by the	undersigned
-	Print or Type) SI Phoenix Peak LLC	Signature Date 7/2/8	Ý	
Name (I	Print or Type)	Title (Print or Type)		
Do	n Steeves	Vice President		

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

					RINDIX				
1	Intend to sell to non-accredited investors in State (Part B-Item 1) Type of security and aggregate offering price offered in state (Part C-Item 1)					5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)			
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL									
AK									
AZ									
AR	No. of Property Conference and Conference on the			·					
CA	· · · · · · · · · · · · · · · · · · ·	Х	\$10,000,000		and the desirement of the second of the seco				X
CO		X	\$5,000,000						х
CT		x	\$1,000,000				·		X
DE			ļ						
DC									
FL	<u> </u>	x	\$1,000,000						Х
GA		<u>x</u> .	\$1,000,000						х
HI									
B		ļ					· · · · · · · · · · · · · · · · · · ·	·	
正		Х	\$1,000,000						X
IN		Х	\$1,000,000						х
IA		<u> </u>					-	<u> </u>	
KS							· · · · · · · · · · · · · · · · · · ·		
KY							·		
LA									
ME.									
MD		Х	\$1,000,000						х
MA							, 		
MI		ļ							
MN		X	\$1,000,000						х
MS							·		

				APP	NDIX				
1			Type of security and aggregate offering price offered in state			Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)			
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
МО									·
MT									
NE									
NV		·							
NH								·	
NJ									
NM									
NY									
NC									
ND								·	
HO									
OK									
OR		X	\$1,000,000					<u>.</u>	X
PA			·				` .		
RI									
sc									
SD									
TN									
TX									
UT		X	\$3,000,000						Х
VT									
VA		x	\$5,000,000						Х
WA		Х	\$3,000,000						X
wv								1	
WI									

				====ABzī	NDEX:				
Type of security Intend to sell and aggregate to non-accredited offering price investors in State (Part B-Item 1) (Part C-Item 1)					5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)				
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
WY				•					
PR	·						· · · · · · · · · · · · · · · · · · ·		